

**UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO**

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In re:  THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO,  as representative of  THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,  Debtors. <sup>1</sup>	PROMESA Title III  No. 17 BK 3283-LTS  (Jointly Administered)  <b>Re: ECF No. 2494</b>
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**URGENT MOTION SEEKING EXTENSION OF DEADLINES TO (I) RESPOND TO  
DEBTORS' THIRD 365(d)(4) EXTENSION MOTION, AND (II) REPLY IN SUPPORT  
OF DEBTORS' THIRD 365(d)(4) EXTENSION MOTION**

To the Honorable United States District Court Judge Laura Taylor Swain:

The Commonwealth of Puerto Rico (the “Commonwealth”), the Puerto Rico Sales Tax Financing Corporation (“COFINA”), the Puerto Rico Highways and Transportation Authority (“HTA”), the Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”), and the Puerto Rico Electric Power Authority (“PREPA,” and together with the Commonwealth, COFINA, HTA, and ERS the “Debtors,” and each individually a “Debtor”), as

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566- LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Title III debtors, by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the Debtors’ representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),<sup>2</sup> respectfully submit this motion (the “Motion”), for entry of an order, substantially in the form attached hereto as **Exhibit A**, extending the deadlines for the QTCB Noteholder Group<sup>3</sup> to respond to the *Motion for Entry of Third Order Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property Under Which the Puerto Rico Public Building Authority is the Lessor Pursuant to Bankruptcy Code Section 365(d)(4)* [ECF No. 2494] (the “Debtors’ Third 365(d)(4) Extension Motion”), and the deadline for the Debtors to reply in support thereof. In support of this Motion, the Debtors respectfully represent as follows:

**Relief Requested**

1. By this Motion, the Debtors request an order extending the deadlines as follows:
  - The deadline to file responses to the Debtors’ Third 365(d)(4) Extension Motion shall be extended to **February 26, 2018, at noon (AST)** for the QTCB Noteholder Group.
  - The deadline for the Debtors to file a reply to any responses shall be extended to **March 2, 2018, at noon (AST)**.

2. Pursuant to Paragraph 1.H of the *Third Amended Notice, Case Management and Administrative Procedures* [Case No. 17 BK 3283-LTS, ECF No. 1512-1], the parties hereby certify that they have carefully examined the matter and concluded that there is a true need for an urgent motion; have not created the urgency through any lack of due diligence; have made a

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<sup>2</sup> PROMESA has been codified in 48 U.S.C. §§ 2101–2241.

<sup>3</sup> The QTCB Noteholder Group shall have the definition attributed to them in the *Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 1053].

bona fide effort to resolve the matter without a hearing; have made reasonable, good-faith communications in an effort to resolve or narrow the issues that are being brought to the Court; and have conferred with counsel for the Oversight Board, and no party opposes the relief requested herein.

**Notice**

3. The Debtors have provided notice of this Motion to: (a) the Office of the United States Trustee for the District of Puerto Rico; (b) the indenture trustees and/or agents, as applicable, for the Debtors' bonds; (c) the entities on the list of creditors holding the 20 largest unsecured claims against COFINA; (d) the statutory committees appointed in these Title III Cases; (e) the Office of the United States Attorney for the District of Puerto Rico; (f) counsel to the Puerto Rico Fiscal Agency and Financial Advisory Authority; (g) the Puerto Rico Department of Justice; (h) all parties filing a notice of appearance in these Title III Cases; and (i) the QTCB Noteholder Group. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

**No Prior Request**

4. No prior request for the relief sought in this Motion has been made to this or any other court.

*[Remainder of Page Intentionally Left Blank]*

WHEREFORE the Debtors respectfully request the Court to enter an order, substantially in the form attached hereto as **Exhibit A**, (a) granting this Motion, and (b) granting such other relief as is just and proper.

Dated: February 20, 2018  
San Juan, Puerto Rico

Respectfully submitted,

/s/ Paul V. Possinger

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**Exhibit A**

**Proposed Order**

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

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In re:	PROMESA
THE FINANCIAL OVERSIGHT AND	Title III
MANAGEMENT BOARD FOR PUERTO RICO,	No. 17 BK 3283-LTS
as representative of	(Jointly Administered)
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	Re: ECF No. ____
Debtors. <sup>1</sup>	

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**ORDER EXTENDING DEADLINES TO (I) RESPOND TO DEBTORS' THIRD 365(D)(4)  
EXTENSION MOTION, AND (II) REPLY IN SUPPORT OF DEBTORS' THIRD  
365(D)(4) EXTENSION MOTION**

Upon the *Urgent Motion Seeking Extension of Deadlines to (I) Respond to Debtors' Third 365(d)(4) Extension Motion, and (II) Reply in Support of Debtors' Third 365(d)(4) Extension Motion* (the "Motion");<sup>2</sup> and the Court having found it has subject matter jurisdiction over this matter pursuant to PROMESA section 306(a); and it appearing that venue is proper pursuant to PROMESA section 307(a); and the Court having found that the relief requested in

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566- LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings given to them in the Motion.

the Motion is in the best interests of the Debtors, their creditors, and other parties in interest, it is

**HEREBY ORDERED THAT:**

1. The Motion is granted as set forth herein.
2. The deadline for the QTCB Noteholder Group to file responses to the Debtors' Third 365(d)(4) Extension Motion shall be extended to **February 26, 2018, at noon (AST)**.
3. The deadline for the Debtors to file a reply to any responses shall be extended to **March 2, 2018, at noon (AST)**.
4. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.
5. This Order resolves docket entry no. \_\_\_\_\_.

SO ORDERED.

Dated: \_\_\_\_\_, 2018  
San Juan, Puerto Rico

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LAURA TAYLOR SWAIN  
United States District Judge